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MEMO ENDORSED

March 21, 2008

The Honorable Colleen McMahon
Daniel Patrick Moynihan
United States Courthouse
500 Pearl Street, Room 640
New York, NY 10007

James David Jacobs
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James.D.Jacobs@bakernet.com

Via Facsimile

RE: Software AG, Inc. v. Consist Software Solutions, Inc.
Case No. 08 CV 00389

Dear Judge McMahon:

We represent plaintiffs Software AG, Inc. and Software AG in the above referenced case. For the reasons stated below we withdraw plaintiffs' pending Motion for Contempt filed March 12, 2008.

After the close of business on the day after we filed our Motion for Contempt, defendants Consist Software Solutions, Inc. and Natalio Fridman submitted a Fridman Declaration containing a Certificate of Compliance with Your Honor's February 21, 2008 Decision and Order ("Order"). Based upon that declaration and our limited independent investigation defendants appear to be now in substantial compliance with the Order. Defendants' belated compliance does not cure their failure to timely comply with the Order. Nevertheless, because we do not wish to burden the court with an unnecessary multiplicity of motions, we withdraw our motion without prejudice to our seeking attorneys fees and other appropriate relief at the conclusion of this case in an omnibus fee motion.

Respectfully submitted,

James David Jacobs

cc: Hyman Schaffer (By e-mail)

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